# L990000003325

A PROFESSIONAL ASSOCIATION

317 SEVENTY-FIRST STREET
MIAMI BEACH, FLORIDA 33141

KAREN B. COHEN
MARVIN M. GREEN
BRUCE H. HORNSTEIN
DONALD J. KAHN
JOEL S. PIOTRKOWSKI

PLEASE REPLY TO: P.O. BOX 4297

AREA CODE 305 MIAMI 865-4311 TELEFAX 861-8813

June 7, 1999

Via Federal Express: Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32301

Re: Articles of Organization for

Northway Investments LLC

700002897947--7 -05/08/99--01039--001 \*\*\*\*285.00 \*\*\*\*285.00

Gentlemen:

Enclosed herewith please find original and one copy of the Articles of Incorporation for the above, together with our check in the amount of \$285.00 representing the filing fee and resident agent fee.

Please file the Articles of Organization today and return a conformed copy to the undersigned.

Your prompt attention to this matter is appreciated.

Very truly yours,

JOEL S. PIOTRKOWSKI

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## ARTICLES OF ORGANIZATION

OF

#### NORTHWAY INVESTMENTS LLC

The undersigned, desiring to form a limited liability company pursuant to Chapter 608, Florida Statutes, state:

#### ARTICLE I

#### NAME

The name of this limited liability company is NORTHWAY INVESTMENTS LLC.

### ARTICLE II

## DURATION

The duration of the limited liability company shall commence upon the filing of these Articles of Organization with the Florida Department of State and the issuance of the certificate of organization, and shall terminate fifty (50) years form the date of such certificate.

#### ARTICLE III

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# PURPOSE

It is the purpose of the limited liability company to engage in any activity or business permitted under the laws of the United States and of the State of Florida, including but not limited to acquiring, owning, holding, improving, using, selling, conveying, mortgaging or otherwise dealing in or with real or personal property, or interests in real or personal property, wherever situated.

### ARTICLE IV

# <u>ADDRESS</u>

The mailing address and the address of the place of business of the limited liability company in the State of Florida is 1991 N.E. 163rd Street, North Miami Beach, FL 33162, and the name and address of its initial Registered Agent is Joel S. Piotrkowski, Esquire, 317 - 71st Street, Miami Beach, Florida 33141.

#### <u>ARTICLE V</u>

# CASH AND PROPERTY CONTRIBUTED

The total amount of cash and a description and agreed value of property other than cash contributed is as follows: Cash in the amount of \$1,000.00.

# ARTICLE VI

# ADDITIONAL CONTRIBUTIONS

There is no agreement among the members to make additional contributions.

### ARTICLE VII

# ADMISSION OF ADDITIONAL MEMBERS

The members shall have the right to admit additional members only upon the unanimous consent of the members and only in the event if the new member assumes the existing obligations set forth in the operating agreement.

### ARTICLE VIII

# CONTINUITY OF BUSINESS

The remaining members of the limited liability company shall have the right to continue the business of the limited liability company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

### ARTICLE IX

#### MANAGEMENT

Management of the limited liability company is reserved to the members, whose names and addresses are as follows:

Avi Dishi 601 W. 182nd Street New York, NY 10033 Yasef Beraha 1991 N.E. 163rd Street North Miami Beach, FL 33162

#### <u>ARTICLE X</u>

# INDEMNIFICATION

The limited liability company shall indemnify any member, or former member, and agents of all members, to the full extent permitted by law.	<u>- `.</u>
IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization as of this _7th day of _June, 1999.  Avi Dishi	
Yasef Ferana  STATE OF FLORIDA) :SS.  COUNTY OF MIAMI-DADE)	-
The foregoing instrument was acknowledged before me this 9  7th day of	
STATE OF FLORIDA ) :SS. COUNTY OF MIAMI-DADE )	   
The foregoing instrument was acknowledged before me this  7th day of June , 1999, by Yasef Beraha, who is personally known to me or who has produced,as identification and who did take an oath.	- - - - - -

Susan 1. Stein
MY COMMISSION # CC809803 EXPIRES
April 30, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

# ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN ARTICLE IV OF THESE ARTICLES OF ORGANIZATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL CAPACITY. STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

> ΌCEL S. PIOTRKOWSKI

Dated: June 7, 1999

# AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTORS

OF

# NORTHWAY INVESTMENTS LLC

say:	stant and taset betalla, being severally duly sworn, depose and
1.	The above named limited liability company has at least two members.
2.	The total amount of cash contributed by the members is \$1,000.00.
3.	No property other than cash shall be contributed by the members.
4.	The total amount of cash or property anticipated to be contributed by the members is \$1,000.00.
	Avi Dishi
STATE OF 1	FLORIDA )
personally	foregoing instrument was severally acknowledged before me day of, 1999, by Avi Dishi, who is known to me or who has produced, as tion and who did take an oath.
STATE OF	FLORIDA ) Susan J. Stein

The foregoing instrument was acknowledged before me this

7th day of June, 1999, by Yasef Beraha, who is
personally known to me or who has produced, asidentification and who did take an oath.

:SS.

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COUNTY OF MIAMI-DADE

Luan J. Dten

MY COMMISSION # CC809803 EXPIRES
April 30, 2003
BONDED THRU TROY FAIN INSURANCE, INC.